

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE EASTERN DISTRICT OF TEXAS
SHERMAN DIVISION

In re:	§	Case No. 13-41815
	§	
MED-DEPOT, INC., <i>et al.</i>	§	(Chapter 11)
	§	
Debtors	§	Jointly Administered
	§	

MOTION TO CONTINUE CONFIRMATION HEARING

COME NOW, Med-Depot, Inc. d/b/a Hospice Source (“Med-Depot”) and Med-Depot Holdings, Inc. (“Holdings” and together with Med-Depot, the “Debtors”) and submit this Motion to Continue Confirmation Hearing (the “Motion”) as follows:

I.

JURISDICTION

1. This Court has jurisdiction to consider this matter pursuant to 28 U.S.C. §§ 157 and 1334. This is a core proceeding pursuant to 28 U.S.C. § 157(b). Venue is proper before this Court pursuant to 28 U.S.C. §§ 1408 and 1409.

II.

BACKGROUND

2. On July 26, 2013 (the “Petition Date”), the Debtors filed their voluntary petitions for relief (the “Cases”) under chapter 11 of title 11 of the United States Code, 11 U.S.C. §§ 101, et seq. (the “Bankruptcy Code”). The Debtors cases have been jointly administered for procedural purposes under Case No. 13-41815. The Debtors continue to operate their respective businesses and manage their properties as debtors in possession pursuant to sections 1107(a) and

1108 of the Bankruptcy Code. The United States Trustee appointed a creditor's committee on August 13, 2013.

3. On July 30, 2013, the Debtor filed their Joint Disclosure Statement [Dkt. No. 28] and Joint Plan of Reorganization [Dkt. No. 29]. On September 9, 2013, the Debtors filed their Amended Disclosure Statement (the "Disclosure Statement") and Amended Joint Plan of Reorganization (the "Plan") [Dkt. No. 112]. On September 10, 2013 the Disclosure Statement was approved by the Court. [Dkt. No. 113].

4. The Order Approving the Disclosure Statement provides that the deadline for any creditor or party to object to confirmation of the Plan is October 14, 2013 (the "Objection Deadline") and all ballots must be returned to the balloting agent on or before October 16, 2013 (the "Voting Deadline"). The Order Approving the Disclosure Statement further provides that the hearing to consider confirmation of the Plan (the "Confirmation Hearing") is scheduled for October 21, 2013.

5. The Plan contemplates capital infusions from Westbury¹ and Evolve in exchange for the equity in the Reorganized Debtor. The Disclosure Statement acknowledged that a potential risk to the Plan was that Westbury and/or Evolve may elect not to provide the capital infusions required to make the Plan feasible.

6. Recently the Debtors learned that neither Westbury nor Evolve are prepared to commit to making the capital infusions necessary to make the Plan feasible.

III.

RELIEF REQUESTED

7. By this Motion, the Debtors request that the Court enter an order continuing the Confirmation Hearing and extending the Voting Deadline and Objection Deadline.

¹ Capitalized terms not defined herein shall have the meaning ascribed to them in the Plan.

IV.

BASIS FOR RELIEF

8. Without the capital infusion contemplated by the Plan, the Debtors cannot consummate the Plan. Accordingly, the Debtors seek to continue the Confirmation Hearing to give Evolve and Westbury additional time to determine if they are willing to fund to the Plan or for the Debtors to find substitute capital sources with which to fund the Plan.

V.

NOTICE

9. Prior to filing this Motion, counsel for the Debtors conferred with the following parties in interest regarding the relief requested herein: (i) the United States Trustee; (ii) counsel for Texas Capital Bank; (iii) counsel for Westbury; (iv) counsel for Evolve; (v) counsel for Invacare; and (vi) counsel for the Unsecured Creditor's Committee. None were opposed to the relief requested in the Motion.

WHEREFORE, the Debtors request that this Court enter an order: (i) continuing the Confirmation Hearing to November 4, 2013; (ii) extending the Objection Deadline to October 28, 2013 and the Voting Deadline to October 30, 2013; and (iii) granting such other and further relief as may be just.

RESPECTFULLY SUBMITTED this 11th day of October, 2013.

BRYAN CAVE LLP

By: John C. Leininger

Keith M. Aurzada

Texas Bar No. 24009880

John C. Leininger

Texas Bar No. 24007544

Jay L. Krystnik

Texas Bar No. 24041279

JP Morgan Chase Tower

Suite 3300

2200 Ross Avenue

Dallas, Texas 75201

Telephone: (214) 721-8000

Facsimile: (214) 721-8100

**ATTORNEYS FOR THE
DEBTORS IN POSSESSION**

CERTIFICATE OF SERVICE

I hereby certify that a true and correct copy of the foregoing Motion for Continuance of Confirmation Hearing was served via United States First Class Mail, Postage Prepaid, to the parties listed below on October 11, 2013.

John C. Leininger
John C. Leininger

Smith County District Attorney's Office Attn: Leslie McLean 100 N. Broadway Tyler, TX 75702		
Med-Depot, Inc. d/b/a Hospice Source 1200 Commerce Street Suite 100 Plano, TX 75093-5800	Mike Crothers 2200 Ross Ave, Ste 4050 Dallas, TX 75201	Dalton PO Box 961 Addison, TX 75053
Med-Depot Holdings, Inc. 1200 Commerce Street Suite 100 Plano, TX 75093-5800	Randy Best 2200 Ross Ave., Ste 3800 Dallas, TX 75201	Farnam Street Financial Services, Inc. 240 Pondview Plaza 5850 Opus Parkway Minnetonka, MN 55343
Keith Miles Aurzada Bryan Cave LLP 2200 Ross Ave., Suite 3300 Dallas, TX 75201-7965	Kenny Baker 850 Brandie St Tuttle, OK 73089	Broda Enterprise USA Inc. Attn: David Heap 1301 West 400 North Street Orem, UT 84057
Official Committee of Unsecured Creditors c/o Robert M. Hirsch Argent Fox LLP 1675 Broadway New York, NY 10019-5820	James Griffin 2216 NW 57th Street Oklahoma City, OK 73112	Invacare P.O. Box 824056 Philadelphia, PA 19182-4056
U.S. Trustee Office of the Trustee 110 N. College Ave., Suite 300 Tyler, TX 75702	Harry M. Farnham III 7006 McKamy Blvd Dallas, TX 75248	Drive Medical PO Box 798019 St. Louis, MO 63179-8000
Texas Capital Bank c/o Mark X. Mullin Haynes and Boone, LLP 2323 Victory Avenue, Ste. 700 Dallas, TX 75219-7673	Paul A. Yeoham 2200 Ross Avenue, Ste 3838 Dallas, TX 75201	Life Gas 24963 Network Place Chicago, IL 60673-1249
Westbury Investment Partners SBIC, LP c/o Patrick T. Collins Farrell Fritz, P.C. 1320 RexCorp Plaza Uniondale, NY 11556	Norman Foster 1605 N Midwest Blvd Edmond, OK 73034	Medline Dept 1080 PO BOX 121080 Dallas, TX 75312-108003-S0125
Invacare Credit Corporation	Silver Door Partners LLC 55 Watermill Lane, Suite 300	Air Gas USA, LLC P.O. Box 7423

c/o James H. Billingsley Polsinelli PC 2501 N. Harwood Street Suite 1900 Dallas, TX 75201	Great Neck, NY 11021	Pasadena, CA 91109-7423
Century Tokyo Leasing (U.S.A.), Inc., as Servicer for Isuzu Finance of America, Inc. c/o Megan Adeyemo, Esq. Gordon & Rees LLP 555 - 17th St., Suite 3400 Denver, CO 80202	Augsburger Family Partnership, Ltd. 148 W. Shore Lane Montgomery, TX 77356	Jerry Williams J-Meds P.O. Box 1898 Burleson, TX 76097-1898
Drive Credit Company	Joel Wishnick 16525 Preston Trail Drive Dallas, TX 75248	Gene Crisman Advisor to Hospice Source 970 N. 21st St. Beaumont, TX 77706
Key Equipment P.O. Box 74713 Cleveland, OH 44194	SAL of Texas, LP 6833 Heatherknoll Dallas, TX 75248	Liberty Mutual Insurance Attn: First Data/Remitco Lockbox 0109 400 White Clay Center Dr. Newark, DE 19711
Arlington Independent School District c/o Elizabeth Banda Calvo Perdue, Brandon, Fielder, Collins, & Mott, L.L.P. P.O. Box 13430 Arlington, TX 76094	Michael Christodolou PO Box 18319 Fountain Hills, AZ 85269-8319	Philadelphia Insurance Companies PO Box 70251 Philadelphia, PA 19176-0251
Grayson County c/o Laurie Spindler Huffman Linebarger Goggan Blair & Sampson LLP 2323 Bryan Street, Suite 1600 Dallas, TX 75201	Bruce A. Burns 6121 Indian School Road NE, #101 Albuquerque, NM 87110	BeavEx, Inc. 615 Westport Parkway, Ste 600 Grapevine, TX 76051
Texas Comptroller of Public Accounts c/o John Mark Stern and Arthur A. Stewart Assistant Attorneys General Bankruptcy & Collections Division MC008 P.O. Box 12548 Austin, TX 78711-2548	Shultz Investment Properties, LP 6833 Heatherknoll Dallas, TX 75248	Montgomery Coscia Greilich LLP 2500 Dallas Parkway, Suite 300 Plano, TX 75093
Airgas USA, LLC c/o Kathleen M. Miller (No. 2898) Smith, Katzenstein & Jenkins LLP The Corporate Plaza 800 Delaware Avenue, Suite 1000 P.O. Box 410 Wilmington, DE 19899	Richard Diamond 5409 Castlewood Rd Dallas, TX 75227	Sunset Healthcare Solutions 2201 S. Halsted Street, Suite 1344 Chicago, IL 60608
Mr. David Boyle Airgas USA, LLC 259 Radnor-Chester Road, Suite 100	Holly O'Hara 4373 E Links Pkwy Littleton, CO 80122	C.H. Robinson Worldwide, Inc. PO Box 9121 Minneapolis, MN 55480-9121

P.O. Box 6675 Radnor, PA 19087-8675		
CompuData Products, Inc. d/b/a CPI One Point c/o Patrick J. Schurr Scheef & Stone, L.L.P. 2601 Network Blvd., Suite 102 Frisco, TX 75034	Sterling Trust FBO: Richard Ryan Shultz AC 095198 P.O. Box 2526 Waco, TX 76702-2526	Respironics PO Box 405740 Atlanta, GA 30384-5740
Bexar County c/o David G. Aelvoet LINEBARGER GOGGAN BLAIR & SAMPSON, LLP 711 Navarro Ste 300 SAN ANTONIO, TX 78205	Gavin H. Smith 802 Kuhlman Road Houston, TX 77024	Morton Marketing Inc. 48474 Gladstone Rd Canton, MI 48188
Collin County Tax Assessor/Collector c/o David B. McCall GAY, McCALL, ISAACKS, GORDON & ROBERTS, P.C. 777 East 15th Street Plano, Texas 75074	Brent McCarty 4242 Valley Ridge Dallas, TX 75225	Verizon PO Box 660108 Dallas, TX 75266-0108
Dallas County c/o Laurie Spindler Huffman Linebarger Goggan Blair & Sampson LLP 2323 Bryan Street, Suite 1600 Dallas, TX 75201	LFI Investments, Ltd 2200 Ross Ave., Suite 3838 Dallas, TX 75201	CPI Office Products P.O. Box 292130 Lewisville, TX 75029-2130
Eric A Liepins 12770 Coit Road, Suite 1100 Dallas, TX 75251-1329	Harris County c/o John P. Dillman LINEBARGER GOGGAN BLAIR & SAMPSON, LLP P.O. Box 3064 HOUSTON, T{77253-3064}	Hidalgo County, Hidalgo County Drainage District #1, and McAllen I.S.D. c/o John T. Banks Perdue, Brandon, Fielder, Collins & Mott, L.L.P. 3301 Northland Drive, Suite 505 Austin, TX 78731
John Mark Stem Office of the Texas Attorney General Taxation Division P.O. Box 12548 Capitol Station Austin, TX 78711-2548	Tarrant County c/o Laurie Spindler Huffman Linebarger Goggan Blair & Sampson LLP 2323 Bryan Street, Suite 1600 Dallas, TX 75201	Jefferson County c/o Clayton E. Mayfield LINEBARGER GOGGAN BLAIR & SAMPSON, LLP 1148 Park Street BEAUMONT, TX 77701-3614
Nueces County c/o Diane W. Saunders Linebarger Goggan Blair & Sampson, LLP P.O. Box 17428 Austin, TX 78760-7428	Cameron County c/o Diane W. Saunders Linebarger Goggan Blair & Sampson, LLP P.O. Box 17428 Austin, TX 78760-7428	Cameron County ID #06 c/o Diane W. Saunders Linebarger Goggan Blair & Sampson, LLP P.O. Box 17428 Austin, TX 78760-7428
City of Harlingen c/o Diane W. Saunders Linebarger Goggan Blair & Sampson, LLP P.O. Box 17428 Austin, TX 78760-7428	South Texas College c/o Diane W. Saunders Linebarger Goggan Blair & Sampson, LLP P.O. Box 17428 Austin, TX 78760-7428	South Texas ISD c/o Diane W. Saunders Linebarger Goggan Blair & Sampson, LLP P.O. Box 17428 Austin, TX 78760-7428

Harlingen CISD c/o Diane W. Saunders Linebarger Goggan Blair & Sampson, LLP P.O. Box 17428 Austin, TX 78760-7428	City of McAllen c/o Diane W. Saunders Linebarger Goggan Blair & Sampson, LLP P.O. Box 17428 Austin, TX 78760-7428	1200 Commerce, Ltd. c/o Gregory A Whittmore 5910 N. Central Expressway., Suite 1010 Dallas, TX 75206
Travis County c/o Kay D. Brock P.O. Box 1748 Austin, TX 78767		